



(1) Name

The name of the Association shall be Clan MacAulay Association (hereinafter referred to as the Association), a not-for-profit organization.

(2) Objects

- (A) To celebrate traditions and connect with culture, heritage, and history.
- (B) To discover Scottish and Irish MacAulay roots.
- (C) To engage in the world-wide community of Clan MacAulay.
- (D) To have an open international Clan Gathering every two years, where practical, attracting interested parties to celebrate traditions and connect with our culture, heritage, and history.
- (E) To promote Clan MacAulay and its place in the history and heritage of Scotland, Ireland and its diaspora.
- (F) To use promotional initiatives and form partnerships to encourage an interest in the history and heritage of Scotland and Ireland.
- (G) To offer genealogical guidance and signposting to the MacAulay DNA projects.
- (H) To connect with MacAulays through the positive use of the Association's website and social media.
- (I) To be strictly apolitical and non-sectarian.

(3) Membership

- (A) Eligibility to become a **Member** of the Association shall include:
 - i. Persons bearing by birthright the surname MacAulay or its variants.
 - ii. Persons whose forebears bore the name MacAulay or its variants.
 - iii. Persons who are married to or partnered with a person who bears the name MacAulay or whose forebears bore the name MacAulay or its variants.
- (B) Persons of septs of the clan have the right to membership.
- (C) Persons in any way connected with, or interested in, the activities of the Association.
- (D) The membership year is from August 1st through July 31st annually.
- (E) At the discretion of the Executive Committee, **Honorary Memberships** may be awarded to individuals who merit this distinction. Such memberships are not subject to dues and the designation is lifetime. Such memberships can only be revoked, with cause, by a majority vote of the Executive Committee.



(F) Persons who meet the previous requirements of membership shall agree to the following as a condition of membership:

- i. To endorse the Objects of the Association.
- ii. Agree to abide by the Constitution of the Association.
- iii. Pay the required annual or lifetime membership subscription (waived for Honorary Members) when due.

(4) Acceptance of Members

The names of all applicants for membership who meet the above membership requirement shall be reviewed by the Membership Secretary, and subject to the provisions of the Constitution and rules of the Association, their names shall be entered in the Association's membership roll.

(5) Membership Subscriptions

All members, with the exception of Honorary Members, shall pay to the Association the required:

- (A) Annual membership on August 1st annually, or
- (B) Lifetime membership one-time payment.

The subscription amount shall be proposed by the Executive Committee for approval at the Annual General Meeting.

(6) Deletions from Membership Roll

- (A) A member of the Association whose annual membership subscription is thirty (30) days overdue may have their name removed from the membership roll on the instructions of the Executive Committee.
- (B) Resignations from membership of the Association shall be reported to the Executive Committee with reason for resignation, where possible.
- (C) A member of the Association who breaches the Objects or Policies as set out in the Constitution may be removed from the membership roll following the majority vote of the Executive Committee.

(7) Rights of Membership

The rights, privileges and liabilities of membership are not transferrable under any circumstances.



(8) Nomination and Election of Executive Committee

- (A) Eligible Candidates must be Members in good standing.
- (B) A Nominations Committee shall be established as set out in the Association's Operating Procedures, Section (1) Nomination and Election Procedures (A) Nominations Committee.
- (C) Voting procedures for candidates during an election is set out in the Association's Operating Procedures, Section (1) Nomination and Election Procedures (B) Voting Procedures.
- (D) Election procedures for candidates are set out in the Association's Operating Procedures, Section (1) Nomination and Election Procedures and (C) Election Procedures.

(9) Clan Commissioners and Ambassadors

It shall be the responsibility of the Chief to appoint, following the majority vote of the Executive Committee, Clan Commissioners and Ambassadors for the purpose of promoting the "Objects of the Association". Any such appointment shall continue until the appointee resigns or whose deselection is notified by the Chief following the majority vote of the Executive Committee. The Chief will not be required to call a formal meeting of the Executive Committee but may request their votes via any suitable means. Appointed Commissioners and Ambassadors must be or become members of the Association and remain an active member.

See the Association's Operating Procedures, Section (6) Clan Commissioner.

Ambassadors and Commissioners will adhere to the Code of Conduct.

(10) Executive Committee

- (A) The Executive Committee includes the Chief, Office Bearers and Committee Members of the Association and shall be the
 - i. Chief
 - ii. Office Bearers
 - 1. Administration Secretary
 - 2. Treasurer
 - 3. Membership Secretary
 - 4. Organiser



5. Heritage Secretary
 6. Standard Bearer
- iii. Committee Members – Six (6)
- (B) Sub-committee chairs shall be established as set out in the Association’s Operating Procedures, Section (2) Sub-Committees.
- (C) If the Chief is not available to fulfill the duties of their office, the Executive Committee will meet, as soon as reasonably possible, to designate an Acting Chief. This meeting can be in person and/or via electronic means. This person shall assume the duties until the Chief is able to resume their duties or, if need be, a new Chief has been elected. Should a new Chief have to be selected, this would be done subject to the approval of a simple majority of Executive Committee members. The selected new Chief would be in office for the remainder of the previous Chief’s term.
- (D) The Office Bearers and Committee Members must be members in good standing of the Association and with the exception of the Chief, shall be elected for two (2) year terms at the Annual General Meeting subject to the Association’s Operating Procedures, (2), (B) v..
- (E) Subject to the maximum number of Executive Committee Members, between Annual General Meetings the Executive Committee may also co-opt Members of the Association onto the Executive Committee by a majority vote at any of its meetings. Co-opted Members will be treated as Executive Committee Members until the next election of Executive Committee Members.
- (F) Executive members will adhere to the Code of Conduct.
- (G) **Clan Chief**
- i. The Clan Chief shall be elected every four years at the biennial Clan Gathering.
 - ii. Ideally Applicants should, but are not required, to have the name MacAulay, or a variant thereof as a surname.
 - iii. Any Clan Member is entitled to propose candidates for Chief.
 - iv. All paid-up members of the Association are entitled to vote.
- (H) **Executive Committee**
- i. The Executive Committee shall consist of the Chief and up to 12 members, including the Office Bearers and Committee Members.
 - ii. The quorum for meetings of the Executive Committee shall be four.



- iii. Meetings of the Executive Committee shall be held as required to conduct the business of the Association. Such meetings shall be held at least three times annually.
- iv. A minimum of 14 days' notice shall be given prior to a meeting of the Executive Committee. A meeting of the Executive Committee can be called with fewer than 14 days' notice in the event of Special Business.
- v. Special Business may include, but is not limited to:
 - a. To rescind decisions taken at previous meetings.
 - b. A proposal to suspend Office Bearers, Committee Member or Members of the Association.
 - c. Special business decisions require a majority vote of the Executive Committee.
- vi. A proposed change to the Constitution requires consideration at a meeting of the Executive Committee and requires a majority vote of two-thirds of the Executive Committee members present to be passed. If passed, the proposed change will be presented to the membership at the Annual General Meeting.
- vii. Executive Committee Meetings may take place in person or via any suitable virtual media.
- viii. Executive Committee will decide on the location of future biennial Clan Gatherings.
- ix. Executive Committee will propose annual or life subscriptions to be put forth at the Annual General Meeting.
- x. Members of the Executive Committee are expected to participate in a minimum of half the Executive Committee Meetings held between Annual General Meetings. Those not meeting this requirement may be removed from the Executive Committee by a simple majority vote of the other members. Personal circumstances will be taken into consideration before any actions are taken.

(11) Annual General Meeting

- (A) The Association shall hold Annual General Meetings ("AGM"). For the years in which a Clan Gathering is being held, the AGM shall take place during the Clan Gathering. At each AGM the office bearers shall submit their reports for the preceding financial and administrative year. At least four weeks notice of the date, time and venue of the AGM shall be given in writing to all members of the Association. The



detailed agenda for the AGM shall be sent to all members of the Association at least fourteen days before the date of the AGM.

- (B) The agenda for the AGM shall contain a list of all resolutions on Association affairs and policy matters for consideration, including proposed changes to the Constitution, at the AGM. The agenda will also include nominations, as applicable, for Chief, Office Bearers and Committee Members as described in Section 10.
- (C) Where practical, a Parliamentarian shall be appointed for the AGM from those members present. This person shall assist in drafting and interpreting this Constitution and Rules of Order in the planning and conducting of meetings.

(12) Purpose of Annual General Meeting

The purpose of the AGM shall be:

- (A) To receive the reports of the Chief, Office Bearers, Committee Members, Ambassadors and Commissioners. See the Association's Operating Procedures, Section (3) Conduct of Meetings.
- (B) To consider items of business and resolutions proposed by the Executive Committee [see Section (10), Subsection (H)] and vote in accordance with the Association's Operating Procedures, Section (3) Conduct of Meeting (E). Any changes to the Constitution require a two-thirds majority of eligible members who vote .
- (C) To elect the Chief, Officer Bearers and Committee Members as provided in this Constitution.
- (D) To agree on annual or life members' subscription.
- (E) To review and approve the financial accounts of the Association.

(13) Conduct of Meetings

- (A) Conduct of meetings is set out in the Association's Operating Procedures, Section (3) Conduct of Meetings.

(14) Purpose of Clan Gatherings

The purpose of Clan Gatherings shall be:

- (A) To meet with the Chief, to promote harmony and socialise with members and guests.
- (B) To hear an overview of Association affairs from the Chief, Office Bearers, Committee Members, Ambassadors and Commissioners as appropriate.



(C) To advance the Objects of the Association.

(15) Finance and Property

- (A) Any heritable property owned by the Association shall be in the names of three office-bearers, one of whom shall be the Treasurer, and their successors in office. The Treasurer shall be responsible for the safe keeping of any title deeds to property which shall normally be lodged with the Association's Solicitor.
- (B) The funds of the Association shall be lodged in a Financial Institution and all withdrawals shall require the approval of the Treasurer and oversight of the Chief. The Treasurer shall be responsible for the setting and monitoring of the budget, keeping proper books of account, settling all necessary expenses and outlays due by the Association.
- (C) The funds of the Association shall be used only for the "Objects" as detailed in this Constitution. Annual accounts shall be submitted at the Annual General Meeting of the Association. A financial report will be given by the Treasurer at each regular meeting of the Executive Committee.
- (D) A Clan Heritage Fund exists for the purpose of making donations to support projects that touch upon the heritage and history of Clan MacAulay in its current form, consisting as it does of branches from the Scottish mainland, the Western Isles and Ireland/Northern Ireland. The application process for reviewing submissions is set out in the Association's Operating Procedures, Section (4) Finance and Property (A) Heritage Fund.
- (E) The Clan MacAulay Association Scholarship is for students pursuing post-secondary education. This scholarship aims to support individuals who not only excel in their chosen field but also envision contributing to the vitality of Clan MacAulay and advancement of knowledge, heritage, history, art, or science relevant to Clan MacAulay. See the Association's Operating Procedures, Section (9) Clan MacAulay Association Scholarship.
- (F) The financial and administrative year shall be 1st August through 31st July.

(16) Clan Assets

- (A) All assets owned by the Association, shall be kept under the care of the Chief or a location as decided by the Chief and the Executive Committee.



- (B) A Register of Assets should be maintained by the Treasurer and shall be shared annually or at the request of Executive Committee members.
- (C) All books or works published by the Association shall be the responsibility of the Executive Committee. Copyrights to be retained by the Association.
- (D) All trademarks established by the Association shall be the responsibility of the Executive Committee.

(17) Respect Policy

The Members will adhere to the Association's Respect Policy. See the Association's Operating Procedures, Section (7).

(18) Privacy Policy

The Association will comply with applicable privacy laws. See the Association's Operating Procedures, Section (8).

(19) Press and Public Communication

- (A) Only the Chief or Members of the Association authorised by the Chief may correspond or communicate with regulatory bodies or elected officials.
- (B) Only Members of the Association authorised by the Executive Committee may make statements on behalf of the Association in public or to the press.
- (C) The Association's social media pages will be administered as set out in the Association's Operating Procedures, Section (5) Press and Public Communication, (A) Social Media.
- (D) The Association's website pages will be administered as set out in the Association's Operating Procedures Section (5) Press and Public Communication, (B) Website.

(20) Indemnification

The Executive Committee of the Association or other person who has undertaken or is about to undertake any liability on behalf of the Association and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against:

- All costs, charges and expenses whatsoever which the Executive Committee or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against

